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BEFORE THE  
ILLINOIS COMMERCE COMMISSION

SOUTH BELOIT WATER, GAS and ) DOCKET NO.  
ELECTRIC COMPANY ) 05-0836  
)  
Petition for Approval of Sale of )  
Utility Assets pursuant to Section )  
7-102; Approval of the )  
Discontinuance of Service pursuant )  
to 8-508; Cancellation of Tariffs )  
pursuant to 9-201 of the Public )  
Utilities Act; and the Granting of )  
all other Necessary and Appropriate )  
Relief. )

Springfield, Illinois  
Tuesday, August 8, 2006

Met, pursuant to notice at 10:00 A.M.

BEFORE:

MR. LARRY JONES, Administrative Law Judge

APPEARANCES:

MS. JENNIFER MOORE  
200 First Street Southeast  
Cedar Rapids, Iowa 52401

(Appearing on behalf of  
Petitioner via teleconference)

SULLIVAN REPORTING COMPANY, by  
Carla Boehl, Reporter  
Ln. #084-002710

1 APPEARANCES: (Continued)

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5  
(Appearing on behalf of  
6 Rock County Electric  
Cooperative Association. via  
7 teleconference)

8 MS. LINDA M. BUELL  
Office of General Counsel  
9 527 East Capitol Avenue  
Springfield, Illinois 62701

10  
(Appearing on behalf of the  
11 Staff of the Illinois Commerce  
Commission)

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1		<u>I N D E X</u>			
2	<u>WITNESSES</u>	<u>DIRECT</u>	<u>CROSS</u>	<u>REDIRECT</u>	<u>RECROSS</u>
3	BARBARA A. SIEHR				
	By Ms. Moore	47			
4	By Ms. Buell		47		
5	PETER SHATRAWKA				
	By Ms. Moore	53			
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1		<u>I N D E X</u>	
2	<u>EXHIBITS</u>	<u>MARKED</u>	<u>ADMITTED</u>
3	SBWGE 1	e-Docket	46
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13	RCECA 3.0, 3.1, 3.2, 3.3,		
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20	ICC Staff 11.0	e-Docket	61
	ICC Staff 12.0	e-Docket	61
21	ICC Staff 13.0	e-Docket	61
	ICC Staff 14.0	e-Docket	61
22			



1 (Whereupon the hearing was in a  
2 short recess.)

3 JUDGE JONES: Back on the record. Had you  
4 completed your entry of appearance?

5 MR. TOWNSEND: I gave all the names of the  
6 firm, Your Honor.

7 JUDGE JONES: Very good. Ms. Buell.

8 MS. BUELL: Appearing on behalf of Staff  
9 witnesses of the Illinois Commerce Commission, Linda  
10 M. Buell, and my address and phone number remain the  
11 same.

12 JUDGE JONES: Are there any other appearances?  
13 Let the record show no response.

14 Are there any preliminary matters the  
15 parties would like to take up before we proceed with  
16 the various witnesses and exhibits? All right. Let  
17 the record show there are not.

18 Ms. Moore, are you ready to proceed?

19 MS. MOORE: Yes, Your Honor. At this time we  
20 would like to submit South Beloit Exhibits 1 and 2  
21 which is the direct testimony and affidavit of  
22 Barbara A. Siehr, S-I-E-H-R. Ms. Siehr is also

1     available for cross examination and I can introduce  
2     her after she is sworn in.

3             JUDGE JONES:   Any objection to the admission of  
4     Ms. Siehr's exhibits?

5             MS. BUELL:    No objection, Your Honor.

6             JUDGE JONES:   Let the record show that the  
7     exhibits sponsored by Ms. Siehr identified as SBWGE  
8     Exhibits 1 and 2 are admitted into the evidentiary  
9     record.  They are admitted as filed electronically.  
10    The filing dates are shown on e-Docket.

11                             (Whereupon SBWGE Exhibits 1 and  
12                             2 were admitted into evidence.)

13             JUDGE JONES:   Ms. Buell, do you still have any  
14     questions for Ms. Siehr?

15             MS. BUELL:    Yes, I do, Your Honor.

16             JUDGE JONES:   All right.  Ms. Siehr, please  
17     raise your right hand to be sworn.

18                             (Whereupon the witness was duly  
19                             sworn by Judge Jones.)

20             JUDGE JONES:   Ms. Moore, you may go ahead and  
21     have Ms. Siehr identify herself and then we will  
22     proceed with questions.

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BARBARA A. SIEHR  
called as a witness on behalf of Petitioner, having  
been first duly sworn, was examined and testified as  
follows:

DIRECT EXAMINATION

BY MS. MOORE:

Q. Barbara, please state your name for the  
record, your full name.

A. My name is Barbara A. Siehr, S-I-E-H-R, and  
my business address is the same as in the affidavit  
and my phone number is (608) 458-3013.

Q. Ms. Siehr, by whom are you employed and in  
what capacity?

A. I am employed by Alliant Energy Corporate  
Services, Inc., as vice president of Energy Delivery.

MS. MOORE: And, Mr. Jones, I believe Ms. Siehr  
is ready for cross examination now.

JUDGE JONES: All right. Ms. Buell.

MS. BUELL: Thank you, Your Honor.

CROSS EXAMINATION

Q. Ms. Siehr, my name is Linda Buell and I am  
representing Staff witnesses in this proceeding, and

1 I just have a few questions for you this morning.

2 A. All right.

3 Q. If you take a look at page 4 of your direct  
4 testimony, on lines 14 through 19 you discuss the  
5 sale of South Beloit's water distribution assets to  
6 Illinois-American Water Company, is that correct?

7 A. Yes.

8 Q. Has that sale occurred?

9 A. The sale has occurred. The transfer of  
10 funds and completed sale occurred on July 31, 2006.

11 MS. BUELL: Thank you, Ms. Siehr. Your Honor,  
12 Staff has no further questions.

13 JUDGE JONES: Is there any redirect?

14 MS. MOORE: No, Your Honor.

15 JUDGE JONES: All right. That concludes the  
16 questions for Ms. Siehr. Thank you.

17 (Witness excused.)

18 MS. MOORE: And next, Your Honor, I would like  
19 to submit into evidence the exhibits and schedules  
20 sponsored by Kevin J. Kueng and that's spell  
21 K-U-E-N-G, and those are South Beloit Exhibits 4 --  
22 excuse me, 3, 4, 4.1, 4.2, 4.3, 4.4 and Exhibit 5,

1 and the dates filed are shown reflected on e-Docket.

2 JUDGE JONES: Thank you. Any objections?

3 MS. BUELL: No objection from Staff, Your  
4 Honor.

5 JUDGE JONES: Are some of those proprietary?

6 MS. MOORE: Yes, Your Honor, and we would ask  
7 Exhibits Number 4.3 and 4.4 be accorded proprietary  
8 treatment, and I would note that we filed both public  
9 and proprietary versions.

10 JUDGE JONES: As I look a little more closely  
11 at the exhibit list, it does look like there is a  
12 column there noting proprietary exhibits, so I  
13 believe that you have in fact covered that on that  
14 list.

15 MS. MOORE: Yes, Your Honor, but we can make it  
16 just a little clearer.

17 JUDGE JONES: Let the record show that SBWGE  
18 Exhibits 3, 4, 4.1, 4.2, 4.3, 4.4 and 5 are admitted  
19 into the evidentiary record as they appear on  
20 e-Docket. The filing dates are shown on e-Docket and  
21 on the exhibit list. Two of those exhibits were  
22 filed in both public and proprietary versions, those

1     being 4.3 and 4.4.

2                             (Whereupon SBWGE Exhibits 3, 4,  
3                             4.1, 4.2, 4.3, 4.4 and 5 were  
4                             admitted into evidence.)

5             MS. MOORE:   Next, Your Honor, I would call as a  
6     witness Mr. Peter Shatrawka.   Peter, are you still on  
7     the line?

8             UNIDENTIFIED SPEAKER:   I don't believe he is,  
9     Jennifer.

10            MS. MOORE:   Next, Your Honor, I will move to  
11    keep things going, I will move on to Mr. Matthew D.  
12    Patton and the exhibits and schedules that he has  
13    sponsored and move for admission of South Beloit  
14    Water, Gas and Electric Exhibit Numbers 8, 9.1, 9.2  
15    and Exhibit 10, noting that Exhibit 9.1 and 9.2 were  
16    filed both publicly and proprietarily.

17            JUDGE JONES:   Any objections?

18            MS. BUELL:   Your Honor, I think Ms. Moore might  
19    have said Exhibit Number 8 and that's Mr. Shatrawka.

20            MS. MOORE:   You are correct.   I thought I said  
21    9, 9.1 but I could have said 8.   So we let me correct  
22    that.   That would be South Beloit Exhibits 9, 9.1, 9.

1       2 and 10.

2               MS. BUELL:   Staff has no objection, Your Honor.

3               MS. MOORE:   Thank you, Ms. Buell.

4               JUDGE JONES:   All right.   Let the record show  
5       that SBWGE Exhibits 9, 9.1, 9.2 and 10 are admitted  
6       into the evidentiary record.   They are admitted as  
7       filed on the e-Docket.   Filings dates are shown on  
8       e-Docket and on the exhibit list.   Two of those, 9.1  
9       and 9.2, are in both public and proprietary versions.

10                               (Whereupon SBWGE Exhibits 9,  
11                               9.1, 9.2 and 10 were admitted  
12                               into evidence.)

13               MS. MOORE:   Next, Your Honor, I would like to  
14       move into evidence the exhibits and schedules  
15       sponsored by Jeffrey E. Hicken, South Beloit Exhibits  
16       11, 12, 12.1 and 13, noting that Schedule A, 12.1, we  
17       filed both proprietary and public versions.

18               MS. BUELL:   Staff has no objection, Your Honor.

19               JUDGE JONES:   Let the record show that SBWGE  
20       Exhibits 11, 12, 12.1 and 13 are admitted into the  
21       evidentiary record.

22                               (Whereupon SBWGE Exhibits 11,

1                               12, 12.1 and 13 were admitted  
2                               into evidence.)

3               MS. MOORE:   Next, Your Honor, we would like to  
4   admit the exhibits sponsored by Patrick J. Kelly,  
5   South Beloit Exhibits 14 and 15.

6               JUDGE JONES:   Any objections?

7               MS. BUELL:   No objections from Staff, Your  
8   Honor.

9               JUDGE JONES:   Let the record show that SBWGE  
10   Exhibits 14 and 15 are admitted into the evidentiary  
11   record.   They are admitted as they appear on  
12   e-Docket.

13                               (Whereupon SBWGE Exhibits 14 and  
14                               15 were admitted into evidence.)

15               MS. MOORE:   Great.   Next, Your Honor, we would  
16   like to admit into evidence South Beloit Exhibits 16  
17   and 17 sponsored by Martin W. Seitz and that is  
18   spelled S-E-I-T-Z.

19               JUDGE JONES:   Let the record show that SBWGE  
20   Exhibits 16 and 17 are admitted into the evidentiary  
21   record.

22                               (Whereupon SBWGE Exhibits 16 and

1 17 were admitted into evidence.)

2 MS. MOORE: And, Your Honor, Mr. Shatrawka is  
3 back on the line.

4 JUDGE JONES: And you want him to be sworn in  
5 and sponsor his exhibits, is that correct?

6 MS. MOORE: Correct, Your Honor.

7 JUDGE JONES: Sir, please raise your right hand  
8 to be sworn in as a witness in this docket.

9 (Whereupon the witness was duly  
10 sworn by Judge Jones.)

11 JUDGE JONES: Ms. Moore, you may go ahead.

12 PETER SHATRAWKA  
13 called as a witness on behalf of Petitioner, having  
14 been first duly sworn, was examined and testified as  
15 follows:

16 DIRECT EXAMINATION

17 BY MS. MOORE:

18 Q. All right. Please state your name and  
19 spell your last name for the record?

20 A. Peter Shatrawka, S-H-A-T-R-A-W-K-A.

21 Q. And, Mr. Shatrawka, by whom are you  
22 employed and in what capacity?

1           A.    I am employed by Alliant Energy Corporate  
2   Services and I am the manager of Regulatory Pricing.

3           Q.    And in that capacity are you replacing Mr.  
4   Lawrence J. White in that position?

5           A.    Yes, I am.

6           Q.    And do you have before you the direct  
7   testimony of Lawrence J. White consisting of eight  
8   pages of narrative in question and answer narrative  
9   and his corresponding schedules?

10          A.    Yes.

11          Q.    Is it your intention to adopt his  
12   testimony?

13          A.    Yes, it is.

14          Q.    Do you have before you a second document --  
15   excuse me, Your Honor, for clarification purposes  
16   those documents have been labeled South Beloit  
17   Exhibits 6, 6.1 and 6.2. It would be the direct  
18   testimony of Lawrence J. White as adopted by Mr.  
19   Shatrawka.

20                   And, Mr. Shatrawka, do you have before  
21   you the second document marked for identification  
22   purposes as South Beloit Exhibit 7?

1           A.    Yes, I do.

2           Q.    And do you also have your amended  
3   surrebuttal testimony marked as Exhibit 8?

4           A.    Yes, I do.

5           Q.    If I were to ask you -- oh, pardon me.  Do  
6   you have any corrections, deletions or changes you  
7   would like to make to those exhibits?

8           A.    No, I do not.

9           Q.    And if I were to ask you today the same  
10   series of questions that are set forth in those  
11   exhibits, would your answers be the same today?

12          A.    Yes, they would.

13          MS. MOORE:  Your Honor, at this time I would  
14   like to move into evidence South Beloit Exhibits 6,  
15   6.1, 6.2, 7 and 8, noting that Exhibit Number 7 had  
16   been filed under public and proprietary covers.

17          JUDGE JONES:  With regard to Exhibit 8, what's  
18   the filing date of that version that's being offered?

19          MS. MOORE:  The filing date for that was August  
20   7, 2006, and that basically corrected the spelling of  
21   Ms. Hathhorn's name.

22          JUDGE JONES:  So the version being offered is

1 the one filed on August 7?

2 MS. MOORE: Correct, Your Honor.

3 JUDGE JONES: Let the record show those  
4 exhibits are admitted into the evidentiary record.  
5 Let me see first see are there any objections or  
6 clarifications for those exhibits?

7 MS. BUELL: No objections from Staff, Your  
8 Honor.

9 JUDGE JONES: Let the record show those  
10 exhibits are admitted, SBWGE 6, 6.1, 6.2, 7 and 8.  
11 They are admitted as they appear on e-Docket. 7 is  
12 filed in public and proprietary versions. The filing  
13 date for the version of Exhibit 8 that is being  
14 admitted is the one filed on e-Docket on August 7,  
15 2006.

16 (Whereupon SBWGE Exhibits 6,  
17 6.1, 6.2, 7 and 8 were admitted  
18 into evidence.)

19 JUDGE JONES: Is there anything else with  
20 respect to the South Beloit exhibits?

21 MS. MOORE: Nothing further from the Company,  
22 Your Honor. And I don't believe anybody has any

1 questions for Mr. Shatrawka. But if they do, he is  
2 available.

3 JUDGE JONES: Thank you. Do you have any  
4 questions for him?

5 MS. BUELL: Staff has no questions for this  
6 witness, Your Honor.

7 JUDGE JONES: All right. So there are no  
8 questions for the witness.

9 MS. MOORE: This concludes the exhibits and  
10 witnesses for South Beloit.

11 JUDGE JONES: Thank you. Mr. Townsend.

12 MR. TOWNSEND: Thank you, Your Honor. At this  
13 time we would like to move into evidence an exhibit  
14 sponsored by Shane L. Larson, L-A-R-S-O-N, which are  
15 marked as RCECA Exhibit Number 1.0 Amended, 3.0, 3.1  
16 Confidential -- I am sorry, there is 3.1 Natural Gas  
17 Confidential, 3.1 Electric Confidential, 3.2  
18 Confidential, 3.3 Confidential, 3.4 Confidential, 3.5  
19 Confidential, 3.6 Confidential, 3.7 Confidential and  
20 4.0. 4.0 is the affidavit of Shane L. Larson.

21 JUDGE JONES: Were those confidential exhibits  
22 filed in public and confidential versions?

1           MR. TOWNSEND:   Yes, they were, Your Honor.

2           JUDGE JONES:   Thank you.   Any objection to the  
3 admission of those series of exhibits?

4           MS. BUELL:   No objection from Staff, Your  
5 Honor.

6           JUDGE JONES:   Let the record show that those  
7 exhibits are admitted.

8                               (Whereupon RCECA Exhibits 1.0,  
9                               3.0, 3.1 Natural Gas  
10                              Confidential, 3.1 Electric  
11                              Confidential, 3.2 Confidential,  
12                              3.3 Confidential, 3.4  
13                              Confidential, 3.5 Confidential,  
14                              3.6 Confidential, 3.7  
15                              Confidential and 4.0 were  
16                              admitted into evidence.)

17          MR. TOWNSEND:   We also would like to move into  
18 evidence the exhibits sponsored by Dennis J. Schultz,  
19 S-C-H-U-L-T-Z, which are marked as RCECA Exhibit  
20 Number 2.0 and Exhibit 5.0 which is the affidavit of  
21 Dennis J. Schultz.

22          JUDGE JONES:   Any objections or questions?

1 MS. BUELL: No objection from Staff, Your  
2 Honor.

3 JUDGE JONES: Let the record show the exhibits  
4 sponsored by Mr. Schultz are admitted.

5 (Whereupon RCECA Exhibits 2.0  
6 and 5.0 were admitted into  
7 evidence.)

8 JUDGE JONES: Did you say the prefix is RCECA?

9 MR. TOWNSEND: That's correct, Your Honor.

10 JUDGE JONES: All right. Those exhibits will  
11 be deemed to have that prefix. So admitted are all  
12 that prefix 1.0 Amended, 2.0, 3.0, 3.1 Natural Gas,  
13 3.1 Electric, 3.2, 3.3, 3.4, 3.5, 3.6, 3.7, 4.0 and  
14 5.0. As noted by Mr. Townsend and on the exhibit  
15 list a number of those basically in the three series  
16 are exhibits filed in public and proprietary or  
17 confidential versions.

18 Anything else with regard to the Rock  
19 County Exhibits?

20 MR. TOWNSEND: Nothing further from Rock  
21 County, Your Honor.

22 JUDGE JONES: I believe that takes us to the

1     Staff case, Ms. Buell.

2             MS. BUELL:  Yes, thank you, Your Honor.  Staff  
3     moves for admission into the record the documents  
4     sponsored by Staff witness Dianna Hathhorn previously  
5     marked for identification as ICC Staff Exhibit 1.0,  
6     6.0 and 10.0.

7                     Staff also moves for admission into  
8     the record the documents sponsored by Staff witness  
9     Janis Freetly previously marked for identification as  
10    ICC Staff Exhibit 2.0 and 11.0.

11                    Staff also moves for admission into  
12    the evidentiary record the documents sponsored by  
13    Staff witness Cheri L. Harden previously marked for  
14    identification as ICC Staff Exhibit 3.0, 7.0 and  
15    12.0.

16                    Staff also moves for admission into  
17    the record the documents sponsored by Staff witness  
18    Ronald Linkenback previously marked for  
19    identification as ICC Staff Exhibit 4.0, 8.0 and  
20    13.0.

21                    Lastly, Staff moves for the admission  
22    into the evidentiary record the documents sponsored

1 by Staff witness Eric Lounsberry previously marked  
2 for identification as ICC Staff Exhibit 5.0, 9.0 and  
3 14.0.

4 JUDGE JONES: Thank you. Are there any  
5 objections with regard to those exhibits?

6 MS. MOORE: Nothing from the Company, Your  
7 Honor.

8 JUDGE JONES: Let the record show those  
9 exhibits are admitted. They all bear the ICC Staff  
10 prefix. They are 1.0, 6.0 and 10.0. Also submitted  
11 are 2.0 and 11.0, 3.0, 7.0 and 12.0. Also admitted  
12 is 4.0 in redacted and unredacted versions. Also  
13 admitted is 8.0 and 13.0 along with 5.0, 9.0 and  
14 14.0. All are admitted as they appear on e-Docket.  
15 The various filing dates are shown on the exhibit  
16 list and on the e-Docket system.

17 (Whereupon ICC Staff Exhibits  
18 1.0, 2.0, 3.0, 4.0, 5.0, 6.0,  
19 7.0, 8.0, 9.0, 10.0, 11.0, 12.0,  
20 13.0 and 14.0 were admitted into  
21 evidence.)

22 MS. BUELL: Your Honor, Staff has not yet filed

1     its exhibit list on e-Docket but will do so in the  
2     next day or two.

3             JUDGE JONES:   Thank you.   Does that conclude  
4     the Staff presentation?

5             MS. BUELL:   Yes, it does.   Thank you, Your  
6     Honor.

7             JUDGE JONES:   All right.   As I understand it  
8     the parties have already worked out a post-hearing  
9     scheduling proposal.   So if that's the case would  
10    someone mind indicating what you believe that to be?

11            MR. TOWNSEND:   Yes, Your Honor.   We have  
12    discussed the potential schedule.   What we would  
13    suggest is that the parties present you with an  
14    agreed draft order on September 28 and that is the  
15    only extent in terms of the briefing that we would  
16    suggest at this time.

17            JUDGE JONES:   All right.   That would be filed  
18    on e-Docket, is that correct?

19            MR. TOWNSEND:   That is correct, Your Honor.

20            JUDGE JONES:   And the plan there is that would  
21    be an agreed order, agreed-to or concurred in by the  
22    parties who are participating in this hearing today?

1           MR. TOWNSEND: That is correct, Your Honor.

2           MS. BUELL: That's also Staff's understanding,

3           Your Honor.

4           JUDGE JONES: Does that work for you,

5           Ms. Moore?

6           MS. MOORE: Yes, it does, Your Honor. Thank

7           you.

8           JUDGE JONES: Thank you. So that will be the

9           prehearing scheduling that will be adopted at this

10          time.

11                    I think that might be it but let's

12          make sure. Anything else the parties would like to

13          discuss on or off the record before we close it? It

14          appears there are not. Let the record show that

15          these hearings are concluded. Thanks to Ms. Moore

16          for furnishing the call-in number.

17          MS. MOORE: Thank you, Your Honor, for allowing

18          us to take this over the phone.

19          JUDGE JONES: You are welcome. At this time

20          let the record show that subject to the

21          above-referenced post-hearing filing schedule to

22          include the submission of a draft order and also the

1 filing on e-Docket of an exhibit list where not  
2 already done, this matter is hereby marked heard and  
3 taken.

4 HEARD AND TAKEN

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